

A SPECIAL MEETING OF THE SOUTH HOLLAND INTERNAL DRAINAGE BOARD WAS HELD IN THE BOARD ROOM, FOXES LOWE ROAD, HOLBEACH ON FRIDAY, 6 OCTOBER 2006 AT 10.30 AM.

* J M Atkin	* S A R Markillie
* A J Biggadike	* P S Przyszlak
F Biggadike	D Sly
* S M Booth	* M R Taylor
* T Bray	* S Taylor
* P A Espin	* R C Thompson
* J L van Geest	* P M Walls
* N J Grundy	J W Ward
* A G Hay	* D P Williams
G A Hay	* D R Worth
S Keeble	

* Present

Mr S A R Markillie in the Chair

In attendance

Messrs P J Camamile (Chief Executive) and K L Vines (Engineering Manager)

37/06 APOLOGIES FOR ABSENCE

Apologies for absence were received on behalf of Messrs F Biggadike, G A Hay, D Sly and J W Ward.

38/06 MINUTE NO. 28/06: MEETING HELD ON 1 AUGUST 2006

Minute number 28/06 relating to the last Meeting of the Board held on 1 August 2006 at 10.30 am was approved as a true record. Arising there from: -

The Chairman declared an interest as a Member of the King's Lynn IDB

1. The Chairman appraised Members of the discussion which had taken place at the meeting with representatives from each of the three Boards in the King's Lynn Consortium on 17 August 2006. Here all were in favour of taking the proposal forward, although a separate legal entity was favoured over the current unincorporated partnership arrangement and it was agreed to investigate this option further. They had also agreed to consider changing the name of the group.
2. The Chairman advised Members of the ratification timetable when each Board was expected to make a decision as to whether or not to agree to the proposal:

South Holland IDB	6 October 2006
Norfolk Rivers IDB	19 October 2006
Broads (2006) IDB	23 October 2006
King's Lynn IDB	25 October 2006

39/06 MANAGEMENT SERVICES PROVIDED BY A SEPARATE LEGAL ENTITY

The Chief Executive tabled a Report (a copy of which is filed in the Report Book) detailing the advantages and disadvantages of forming a separate legal entity through which to provide management services to each of the four Boards, as an alternative to the current partnership arrangement. Legal opinion had also been sought and provided stating that the Board does not have any express or implied power to set up a company, nor does the legislation appear to allow any other means of facilitating the joint provision of professional services for several IDBs under a consortium arrangement. However, if a company were to be formed otherwise than by the four Boards, such that the action required of each of them was to accept and hold shares in the company and to appoint directors, the Board's legal advisors consider that the risks arising from the absence of statutory power is low. RESOLVED that this be noted.

40/06 EXISTING GOVERNANCE ARRANGEMENTS

The terms of reference for the existing Consortium Management Committee (a copy of which is filed in the Report Book) was considered by the Board and would apply, should the Board decide to join the present unincorporated partnership arrangement, or be unable to participate in a private company with the other Boards.

41/06 SCHEDULE OF RESERVED MATTERS FOR THE BOARD

The Schedule of Reserved Matters for the Board (a copy of which is filed in the Report Book) was considered in detail and approved. A copy of the Schedule had also been given to representatives from each of the three Boards in the King's Lynn Consortium at the meeting on 17 August 2006.

42/06 PROPOSAL TO JOIN THE KING'S LYNN CONSORTIUM OF IDBs WITH EFFECT FROM 1 APRIL 2007

It was agreed and thereby RESOLVED to form a private limited company with King's Lynn IDB, Norfolk Rivers IDB and the Broads (2006) IDB and provide management services to each of the four participating Boards through this company with effect from 1 April 2007, subject to:

1. Receiving prior approval in writing from the Audit Commission (external auditor).
2. Receiving prior written confirmation from Norfolk County Council that employees of the new company can gain access to the Local Government Pension Scheme and at no detriment.
3. Being able to acquire adequate Insurance cover to protect the company's officers, and the Board/Members, as potential shadow directors of the company.
4. Receiving prior approval from the Board of the company's constitution before incorporating (Memorandum of Association and Articles of Association).